

AFTER RECORDING MAIL TO:

City Clerk, City of Walla Walla  
15 N. 3rd Ave  
Walla Walla, WA 99362

Filed for Record at Request of

The City of Walla Walla, a municipal corporation

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Document Title: DEVELOPMENT AGREEMENT BY AND BETWEEN THE CITY OF WALLA WALLA, BOUCHON PARK L.L.C., BOUCHON PARK II L.L.C., WITH APPROVAL OF BINDING SITE PLAN (BSP), FILE # BSP-17-0003.

Grantor: CITY OF WALLA WALLA, A MUNICIPAL CORPORATION

Grantees: BOUCHON PARK L.L.C. AND BOUCHON PARK II L.L.C.

Abbreviated Legal Descriptions: REPLAT OF NELSON ACRES ESTATES SUBDIV  
(ADJUSTED PARCEL 1 SURVEY 2015-04856) LOT 1 LESS WLY PTN

16-7-36 (ADJUSTED PARCEL 2 SURVEY 2015-04856) SWLY CRNR  
NW 1/4 SW 1/4 PLUS WLY PTN REPLAT OF NELSON ACRES  
ESTATES SUBDIV LOT 1

Full Legal Descriptions on Exhibit A

Assessor's Parcel Numbers: 360716650001 and 360716320002

**DEVELOPMENT AGREEMENT BY AND BETWEEN THE CITY OF WALLA WALLA,  
BOUCHON PARK L.L.C., BOUCHON PARK II L.L.C., WITH APPROVAL OF  
BINDING SITE PLAN (BSP), FILE # BSP-17-0003.**

**EXPANSION**

**THIS AGREEMENT** (“Agreement”) is dated April \_\_, 2021 (“Effective Date”), by and between the City of Walla Walla, a municipal corporation (“City”), Bouchon Park L.L.C. a Delaware limited liability company with its principal office located at 1302 Puyallup Street, Suite A, Sumner, WA 98390-1604 , and Bouchon Park II L.L.C., a Delaware limited liability company with its principal office located at 1302 Puyallup Street, Suite A, Sumner, WA 98390-1604. Bouchon Park L.L.C. and Bouchon Park II L.L.C. shall collectively be referred to as “Owner/Developer”.

**RECITALS**

**WHEREAS**, RCW 36.70B.170 authorizes local governments to enter into a development agreement with a person having ownership or control of real property within its jurisdiction. A development agreement must set forth the development standards and other provisions that shall apply to and govern and vest the development, use, and mitigation of the development of the real property for the duration specified in the agreement. A development agreement shall be consistent with applicable development regulations adopted by a local government planning under chapter 36.70A RCW, and

**WHEREAS**, Bouchon Park L.L.C. is the current owner of parcel number 360716650001 as identified on Walla Walla County Assessor property records and as legally described on Exhibit A. Bouchon Park II L.L.C. is the current owner of parcel number 360716320002 as identified in the Walla Walla County Assessors property records and as legally described on Exhibit A. Parcel number 360716650001 and parcel number 360716320002 shall collectively be referred to as the “Bouchon Properties.” The Bouchon Properties received previous development and site plan approvals when they were jointly owned by LWR Commercial L.L.C., and

**WHEREAS**, the Bouchon Properties Phase I was developed under the Site Plan Review Committee (“SPRC”) process under the provision of Walla Walla Municipal Code 20.46.010. Under this review a Notice of Decision with conditions was issued by the City of Walla Walla on June 1, 2015, under File# SPR-15-0002. The conditions of development regarding frontage improvements are as follows:

The frontage improvements that would have been required along the subject property’s frontage on Middle Waitsburg Road may be deferred by the applicant until Phase 2 (western portion of the subject property) is developed and the determination of a potential Middle Waitsburg Road re-alignment is made or six years from the certificate of occupancy of Phase 1, whichever happens first. Civil plans designed to City of Walla Walla Standard Plans must be submitted to the city for review and approval no later than six months prior to the sixth year expiring and construction commencing prior to the end of the sixth year.

WHEREAS, Bouchon Properties Phase I was developed as proposed with exception of the above referenced frontage improvements.

Additionally, the Bouchon Properties Phase II proposed development under a SPRC Notice of Decision with conditions issued by the City of Walla Walla on February 16, 2016, under File# SPR-15-0003. The conditions of development regarding frontage improvement are as follows:

The frontage improvements shall be required on Lower Waitsburg Road and Middle Waitsburg Road, per the design standards of the City of Walla Walla Engineering Department.

and

WHEREAS, the SPRC Notice of Decision with conditions issued by the City of Walla Walla on February 16, 2016 under File #SPR-15-0003 automatically terminated because an application for building permit was not made within the eighteen-month period of SPRC approval per Walla Walla Municipal Code Section 20.46.110, and

WHEREAS, the Owner/Developer now request that the City reinstate and incorporate into this Agreement, the SPRC Notice of Decision with conditions issued by the City of Walla Walla on February 16, 2016 under File #SPR-15-0003, and

**WHEREAS**, parcel number 360716650002 as identified on Walla Walla County Assessor property records and parcel number 360716320029 as identified on Walla Walla County Assessor property records are owned by third parties and are located along Lower Waitsburg Road and within the frontage improvement area (each a “Benefited Parcel” collectively “Benefited Parcels”), and

**WHEREAS**, in 2019 the Washington State Department of Transportation, the City of Walla Walla, Walla Walla County and the Port of Walla Walla jointly commissioned a traffic study of the N. Clinton, Highway 12 intersection and are advocates for certain future Highway 12, N. Clinton improvements that would potentially require realignment of Lower Waitsburg Road and Middle Waitsburg Road at the intersection of Highway 12, Lower Waitsburg Road and Middle Waitsburg Road thereby affecting frontage improvements that were previously required under City of Walla Walla File #SPR-15-0002 and File# SPR-15-0003, yet are currently unconstructed, and

**WHEREAS**, the Owner/Developer has applied to the City of Walla Walla for Binding Site Plan approval, File# BSP-17-0003 for parcel number 360716320002 which affects both parcels of the Bouchon Properties with regards to required, yet currently unconstructed frontage improvements, and

**WHEREAS**, the Owner/Developer has requested revisions to frontage improvement conditions previously required under City of Walla Walla File #SPR-15-0002 and File# SPR-15-0003 as part of Binding Site Plan approval, File # BSP-17-0003 in an effort to prevent waste, for purposes of economy, and thoughtful planning, and

**WHEREAS**, it is the intention of this Agreement together with Binding Site Plan approval to provide that the frontage improvements conditions in the Notice of Final Decision for File# SPR-15-0002, dated June 1, 2015 and the Notice of Final Decision for File # SPR-15-0003, dated of February 16, 2016 as outlined above shall be deleted and replaced with new mutually beneficial frontage improvement requirements and conditions as set forth below.

**NOW, THEREFORE, IT IS AGREED AS FOLLOWS:**

1. The City reinstates and incorporates into this Agreement, the SPRC Notice of Decision with conditions issued by the City of Walla Walla on February 16, 2016 under File #SPR-15-0003, and any applications, checklists, studies, determinations, and other materials considered under File #SPR-15-0003 or File #SEP-15-0016 are also incorporated by reference. All such materials are available for public review at the Development Services Department of the City of Walla Walla at 55 E. Moore St., Walla Walla, Washington.
2. In lieu of completion of frontage improvement requirements in the Section 2., bullet point 2 of the Notice of Final Decision for File# SPR-15-0002, dated June 1, 2015 and Section 2.C. of the Notice of Final Decision for File # SPR-15-0003, dated February 16, 2016 and outlined above, the Owner/Developer agree to:
  - a. The construction of sidewalk along that lot's frontage adjacent to Lower Waitsburg Road and the installation of no more than 5 streetlights fronting Middle Waitsburg Road, as a condition of development/building permits on the proposed **Lot One of Binding Site Plan File# BSP-17-0003** in accordance with applicable laws, Walla Walla Municipal Code ("WWMC"), City of Walla Walla Standard Engineering Plans and the Americans with Disabilities Act (ADA).
  - b. The construction of continuous curb, gutter, stormwater facilities and roadway widening on the east side of Lower Waitsburg Road from the intersection with Middle Waitsburg Road to the northern property boundary line of the Binding Site Plan, as a condition of development/building permits on the proposed **Lot Two of Binding Site Plan File# BSP-17-0003** in accordance with applicable laws, Walla Walla Municipal Code ("WWMC"), City of Walla Walla Standard Engineering Plans and the Americans with Disabilities Act (ADA).
3. The Owner/Developer further acknowledge that future intersection improvements at Lower Waitsburg Road, Middle Waitsburg Road and Highway 12, may change the alignment of Middle Waitsburg Road. Depending on the sequence of the development of Lot One and the intersection improvements, this Agreement requires the Owner/Developer to meet with City of Walla Walla Engineering Department and City of Walla Walla Development Services Department staff to review any pending intersection plans prior to submitting applications for building permits on Lot One of Binding Site Plan file # BSP-17-0003.
4. In the event a Benefitted Parcel is developed in such a manner that requires the installation of frontage improvements, as determined by the sole discretion of the City, before

Owner/Developer develops proposed Lot Two of Binding Site Plan File# BSP-17-0003, the City agrees that Owner/Developer shall be released from its obligations under Section 2.b. of this Agreement as it relates to the frontage improvements along the Benefitted Parcel(s) then under development.

5. The Owner/Developer agree and understand that all remaining requirements of the Notice of Final Decision for File# SPR-15-0002, dated June 1, 2015 and the Notice of Final Decision for File # SPR-15-0003, dated of February 16, 2016 remain in full force and effect.
6. The Owner/Developer understand that any material change to the development of the Bouchon Properties and business operation that is inconsistent with the SPRC Notice of Decision with conditions issued by the City of Walla Walla on February 16, 2016 under File #SPR-15-0003 or this Agreement, shall require an amendment to this Agreement, and the City of Walla Walla reserves authority to impose new or difference conditions if any material change occurs.
7. If the Bouchon Properties are not developed within five years from recording of this Agreement, the terms of this Agreement shall expire and any future development proposal of the Bouchon Properties shall be reviewed independently for its impacts; provided, however that the City of Walla Walla may extend the expiration date after a public hearing conducted for that purpose.
8. The Owner/Developer agree that in the event of a sale or transfer of any portion of the Bouchon Properties affected by this Agreement, the promises made herein, constitute a covenant running with the land described above and shall be binding on the Owner and all successors in interest to the Bouchon Properties, and that this Agreement shall be filed for record in the office of the Walla Walla County Auditor.
9. The Owner/Developer agree and understand that the City of Walla Walla reserves authority to impose new or different regulations to the extent required by a serious threat to public health and safety.

[Signature page follows]

DATED as of the Effective Date above.

**CITY OF WALLA WALLA**

By \_\_\_\_\_  
CITY MANAGER

**ATTEST:**

\_\_\_\_\_  
CITY CLERK

**OWNER/DEVELOPER  
BOUCHON PARK L.L.C.**

By: Investco L.L.C., Manager

By: \_\_\_\_\_  
Name: Angela L. Humphreys  
Title: Vice President and General Counsel

**OWNER/DEVELOPER  
BOUCHON PARK II L.L.C.**

By: Investco L.L.C., Manager

By: : \_\_\_\_\_  
Name: Angela L. Humphreys  
Title: Vice President and General Counsel

[Acknowledgements on follow page]

STATE OF WASHINGTON )  
 )  
County of Walla Walla )

I certify that I know or have satisfactory evidence that Nabel Shawa is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the City Manager of the City of Walla Walla to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: \_\_\_\_\_

(Seal or Stamp)

Notary Public in and for the State of Washington

My appointment expires \_\_\_\_\_

STATE OF WASHINGTON )  
 ) ss  
County of Walla Walla )

I certify that I know or have satisfactory evidence that Kammy Hill is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the City Clerk of the City of Walla Walla to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: \_\_\_\_\_

(Seal or Stamp)

Notary Public in and for the State of Washington

My appointment expires \_\_\_\_\_

STATE OF WASHINGTON )  
 ) ss  
County of \_\_\_\_\_ )

I certify that I know or have satisfactory evidence that Angela L. Humphreys is the person who appeared before me, and said person acknowledged that he/she signed this instrument, on oath stated that he/she was authorized to execute the instrument and acknowledged it as the Vice President and General Counsel of Investco as Manager of Bouchon Park L.L.C. to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: \_\_\_\_\_

(Seal or Stamp)

Notary Public in and for the State of Washington

My appointment expires \_\_\_\_\_

STATE OF WASHINGTON )  
 ) ss  
County of \_\_\_\_\_ )

I certify that I know or have satisfactory evidence that Angela L. Humphreys is the person who appeared before me, and said person acknowledged that he/she signed this instrument, on oath stated that he/she was authorized to execute the instrument and acknowledged it as the Vice President and General Counsel of Investco as Manager of Bouchon Park II L.L.C. to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: \_\_\_\_\_

(Seal or Stamp)

Notary Public in and for the State of Washington

My appointment expires \_\_\_\_\_



EXHIBIT A  
LEGAL DESCRIPTIONS

LOT 1:

ADJUSTED PARCEL 1 OF THAT CERTAIN BOUNDARY LINE ADJUSTMENT SURVEY FILED IN BOOK 12 OF SURVEYS AT PAGE 196, UNDER AUDITOR'S FILE NO 2015-05067, RECORDS OF WALLA WALLA COUNTY AUDITOR.

LOT 2:

ADJUSTED PARCEL 2 OF THAT CERTAIN BOUNDARY LINE ADJUSTMENT SURVEY, FILED IN BOOK 12 OF SURVEYS AT PAGE 196, UNDER AUDITOR'S FILE NO. 2015-05067, RECORDS OF WALLA WALLA COUNTY, STATE OF WASHINGTON, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE NORTH LINE OF THE SOUTHWEST 1/4 OF SECTION 16, IN TOWNSHIP 7 NORTH, OF RANGE 36 EAST OF THE WILLAMETTE MERIDIAN, WALLA WALLA COUNTY, WASHINGTON; SAID POINT BEING S88°41'53"W, MEASURED ALONG SAID NORTH LINE, A DISTANCE OF 554.11 FEET FROM THE NORTHEAST CORNER OF THE NORTHWEST QUARTER OF SAID SOUTHWEST QUARTER; THENCE S88°41'53"W ALONG SAID NORTH LINE A DISTANCE OF 745.58 FEET TO THE EASTERLY RIGHT OF WAY OF LOWER WAITSBURG ROAD; THENCE ALONG SAID RIGHT OF WAY S01°31'47"E A DISTANCE OF 361.44 FEET TO THE NORTHWEST CORNER OF LOT 2 OF A REPLAT OF NELSON ACRES ESTATES SUBDIVISION, ACCORDING TO THE OFFICIAL PLAT THEREOF FILED IN VOLUME 6 OF ROLL FILES AT PAGE B-31 AT THE OFFICE OF THE AUDITOR OF WALLA WALLA COUNTY. THENCE N88°29'50"E ALONG THE NORTH LINE OF SAID LOT 2 A DISTANCE OF 165.29 FEET TO THE NORTHEAST CORNER THEREOF; THENCE S01°53'59"E ALONG THE EAST LINE OF SAID LOT 2 A DISTANCE OF 263.07 FEET TO THE SOUTHEAST CORNER THEREOF, WHICH POINT IS ALSO THE NORTHEAST CORNER OF THOSE LANDS DESCRIBED IN QUICK CLAIM DEED NO. 2890-412854, FILED BOOK 289 AT PAGE 450 IN THE OFFICE OF THE AUDITOR OF WALLA WALLA COUNTY. THENCE S01°53'59"E ALONG THE EAST LINE OF SAID LANDS A DISTANCE OF 235.00 FEET TO THE SOUTHEAST CORNER THEREOF; THENCE S88°29'50"W ALONG THE SOUTH LINE OF SAID LANDS A DISTANCE OF 168.51 FEET, RETURNING TO THE AFOREMENTIONED EASTERLY RIGHT OF WAY OF LOWER WAITSBURG ROAD; THENCE ALONG SAID RIGHT OF WAY BY THE FOLLOWING COURSES: S01°31'47"E A DISTANCE OF 101.58 FEET; N88°28'13"E A DISTANCE OF 5.00 FEET; S01°31'47"E A DISTANCE OF 105.30 FEET; S01°31'47"E A DISTANCE OF 171.49 FEET TO THE NORTHERLY RIGHT OF WAY OF MIDDLE WAITSBURG ROAD; THENCE ALONG SAID NORTHERLY RIGHT OF WAY BY THE FOLLOWING COURSES: N79°02'43"E A DISTANCE OF 105.99 FEET; N63°37'40"E A DISTANCE OF 122.76 FEET; N18°34'10"W A DISTANCE OF 5.05 FEET; N63°37'40"E A DISTANCE OF 324.02 FEET; THENCE WITH A CURVE TURNING TO THE RIGHT WITH AN ARC LENGTH OF 259.91 FEET, WITH A

RADIUS OF 1960.00 FEET, WITH A CHORD BEARING OF N67°25'36"E, WITH A CHORD LENGTH OF 259.72 FEET; THENCE DEPARTING SAID RIGHT OF WAY N18°46'27"W A DISTANCE OF 16.05 FEET; THENCE WITH A CURVE TURNING TO THE RIGHT WITH AN ARC LENGTH OF 60.99 FEET, WITH A RADIUS OF 200.00 FEET, WITH A CHORD BEARING OF N10°02'17"W, WITH A CHORD LENGTH OF 60.75 FEET; THENCE N01°18'07"W AT RIGHT ANGLES TO THE AFOREMENTIONED NORTH LINE OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 16 A DISTANCE OF 856.36 FEET TO THE POINT WHICH IS THE TRUE POINT OF BEGINNING.

HAVING AN AREA OF 728674 SQUARE FEET, 16.73 ACRES